

 020000024758

ACCOUNT NO. : 072100000032

REFERENCE : 734141 7205268

AUTHORIZATION :

*Patricia Pizante*

COST LIMIT : \$ 125.00

ORDER DATE : September 6, 2002

ORDER TIME : 9:50 AM

ORDER NO. : 734141-010

900007593259--1

CUSTOMER NO: 7205268

CUSTOMER: Ms. Sarah Lindberg  
Meadowbrook Group, Inc.  
8390 Championsgate Blvd.  
Suite 200  
Champions Gate, FL 33896

*W02-26060*

FOREIGN FILINGS

NAME: ~~MEDALIST ADVISORS, LLC~~

*ALFAYA HOUSING  
PARTNERS*

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons -- EXT# 1139

EXAMINER: \_\_\_\_\_

RECEIVED  
02 SEP -9 AM 10:32  
DIVISION OF CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 SEP -9 PM 2:30

*[Handwritten signature]*



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

September 9, 2002

CSC  
ANGIE GLISAR

SUBJECT: UNIVERSITY HOUSING PARTNERS, LLC  
Ref. Number: W02000026050

RECEIVED  
02 SEP 20 PM 2:34  
TALLAHASSEE, FLORIDA

We have received your document for UNIVERSITY HOUSING PARTNERS, LLC and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

Written approval and clearance of the terms "UNIVERSITY" and "COLLEGE" must be obtained from the Department of Education, pursuant to section 246.121(4), Florida Statutes. The address is :

Department of Education  
Board of Independent Colleges  
107 W. Gaines St.  
Room 209, Collins Bldg.  
Tallahassee, FL 32399  
(850) 488-8695

**RESUBMIT**

Please give original  
submission date as file date.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 302A00051689

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 SEP -9 PM 2:30

# ARTICLES OF ORGANIZATION

## FOR

ALAFAYA HOUSING PARTNERS, LLC

A FLORIDA LIMITED LIABILITY COMPANY

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### ARTICLE I - Name

The name of the limited liability company is:

ALAFAYA HOUSING PARTNERS, LLC

### ARTICLE II - Address

The initial mailing address and street address of the principal office of the limited liability company is 3348 Edgewater Drive, Orlando, Florida 32804.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 SEP - 9 PM 30

### ARTICLE III - Duration

The Company shall be dissolved and its affairs wound up in accordance with the Florida Limited Liability Company Act (the "Act") and the Company's Operating Agreement on December 31, 2052, unless the term shall be extended by amendment to the Company's Operating Agreement and this Certificate, or unless the Company shall be sooner dissolved and its affairs wound up in accordance with the Act or the Company's Operating Agreement.

### ARTICLE IV - Management

The limited liability company is to be managed by one or more managers, and the name and address of the manager who is to serve as the initial manager of the limited liability company is:

Ronald N. Schwartz  
3348 Edgewater Drive  
Orlando, FL 32804

## **ARTICLE V - Admission of Additional Members**

The admission of additional members to the limited liability company shall require the consent and shall be on such terms and conditions as are determined by a vote of not less than one hundred percent (100%) of the Percentage Interests (as defined in the regulations of the Company) of the then existing members of the limited liability company.

## **ARTICLE VI - Members' Rights to Continue Business**

The remaining members of the limited liability company shall have the right to continue the business of the limited liability company on the death, bankruptcy or dissolution of a member or the occurrence of any other event as specified in the regulations of the limited liability company which results in the disassociation of a member from the limited liability company, upon the written consent of not less than fifty one percent (51%) of the Percentage Interests (as defined in the regulations of the Company) of such remaining members to continue the business of the limited liability company.

Executed this 5<sup>th</sup> day of September, 2002.

  
\_\_\_\_\_  
**RUSSELL W. DIVINE,**  
Authorized Representative of a Member

This document was prepared by  
and should be returned to:

Russell W. Divine, Esquire  
DIVINE & ESTES, P.A.  
24 South Orange Avenue  
Suite 203  
Orlando, Florida 32801

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE  
FOR  
ALAFAYA HOUSING PARTNERS, LLC  
a Florida limited liability company**

Pursuant to the provision of Section 608.415 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the limited liability company is:

ALAFAYA HOUSING PARTNERS, LLC

2. The name and address of the registered agent and office is:

Russell W. Divine  
24 South Orange Avenue  
Orlando, FL 32801

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
RUSSELL W. DIVINE

Date: September 5, 2002